

Goodrich Law Firm, P.C.

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Southern Montana Electric Coop
3521 Gabel Road #5
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Re: Chapter 11 Filing

Date	Description	Qty	Rate	Amount
	Case Administration			
3/4/14	Conf w/atty Stein re: status of cases to assist w/stipulations. MHG	.2	300	60.00
3/5/14	Status conf w/Court on Adv. Proc. 045 & 046. MHG	.4	300	120.00
3/5/14	Conf w/atty Anderson re: Adv Proc 45 & 46. MHG	.4	300	120.00
3/5/14	Review incoming term sheet and motion information. MHG	.9	300	270.00
3/6/14	Conf w/member attys re: term sheet. MHG	1.1	300	330.00
3/7/14	Review and respond to incoming emails re: case issues. MHG	.4	300	120.00
3/7/14	Conf w/John Parks and CPA Boysun re: testimony for 3/11/14 hearing. MHG	.9	300	270.00
3/10/14	Conf w/CPA Boysun re: admin issues. MHG	.4	300	120.00
3/10/14	Conf w/atty Alter re: case issues for Noteholders. MHG	.5	300	150.00
3/10/14	Prepare Status report to Court. MHG	.6	300	180.00
3/10/14	Review of Energy West matters. MHG	.5	300	150.00

3/10/14	Conf w/atty Baldwin re: term sheet. MHG	.3	300	90.00
3/10/14	Email to atty Smith re: term sheet. MHG	.2	300	60.00
3/11/14	Attend 3/11/14 Hearing. MHG	4.4	300	1320.00
3/11/14	Conf w/Co-Counsel Freedlander re: Energy West & PPL claims. MHG	.9	300	270.00
3/11/14	Letter to Counsel re: interim fees for McGuire Woods. MHG	.1	300	30.00
3/11/14	Email to atty Smith re: term sheet and member issue. MHG	.4	300	120.00
3/11/14	Review submitted member dispute resolution agreement. MHG	.3	300	90.00
3/11/14	Emails w/Southern employees re: admin. issues. MHG	.3	300	90.00
3/11/14	Email to CFC creditor atty re: relief from stay issue. MHG	.2	300	60.00
3/12/14	Review and respond to incoming emails re: settlement issues. MHG	.4	300	120.00
3/12/14	Conf w/member counsel re: latest term sheet changes. MHG	.8	300	240.00
3/12/14	Review new term sheet changes. MHG	1.3	300	390.00
3/13/14	Conf w/member counsel re: term sheet changes. MHG	1.2	300	360.00
3/13/14	Revise term sheet. MHG	.4	300	120.00
3/13/14	Conf w/Southern employees re: Energy West claim. MHG	1.1	300	330.00
3/14/14	Conf w/atty Dye for UCC regarding PPL adversary claim issue. MHG	.6	300.00	180.00
3/14/14	Conf w/attys Alter for Noteholders and Freedlander (co-counsel) re; term sheet and Energy West admin claim. MHG	.7	300	210.00.

3/14/14	Conf w/atty Erhman for Energy West re: admin claim issues. MHG	.4	300	120.00
3/14/14	Emails re: term sheet issues. MHG	.4	300	120.00
3/14/14	Revise term sheet re: security interest and other issues. MHG	.3	300	90.00
3/17/14	Conf w/atty King re: potential settlement of PPL adversary case. MHG	.7	300	210.00
3/18/14	Comments to co-counsel Freedlander re: issues raised by Noteholders atty. MHG	.4	300	120.00
3/18/14	Emails w/atty Alter re: term sheet issues. MHG	.3	300	90.00
3/18/14	Conf w/Energy West atty Erhman re: adversary issues. MHG	.5	300	150.00
3/19/14	Conf w/Co-counsel Freedlander re: Energy West claim and plan. MHG	.4	300	120.00
3/19/14	Conf w/atty Baldwin re: term sheet. MHG	.3	300	90.00
3/19/14	Conf w/Powell Electric atty re: adversary settlement. MHG	.4	300	120.00
3/19/14	Prep motion to continue answer for Adv Proc #44 for settlement discussions. MHG	.4	300	120.00
3/19/14	Conf w/atty Alter re: plan and Energy West. MHG	.3	300	90.00
3/19/14	Review and revise objection to Energy West admin claim. MHG	2.6	300	780.00
3/19/14	Review admin claim case law re: Energy West claim. (2.1 1/2 time) MHG	1.05	300	315.00
3/19/14	Review and respond to emails re: term sheet and Energy West. MHG	.8	300	240.00
3/20/14	Conf w/atty King for PPL re: settlement of adversary case. MHG	.4	300	120.00

3/20/14	Prepare PPL stipulation re: extension and notice of substitution. MHG	.3	300	90.00
3/20/14	Review incoming emails from Powell Electrical Systems. MHG	.3	300	90
3/20/14	Conf w/atty Hunnes re: SME and FIB loan issue. MHG	.5	300	150.00
3/20/14	Conf w/atty Lamdin for FIB re: bank secured collateral. MHG	.4	300	120.00
3/20/14	Review and revise draft plan. MHG	3.9	300	1170.00
3/20/14	Conf w/member counsel re: term sheet. MHG	.3	300	90.00
3/20/14	Revise term sheet to final version. MHG	.7	300	210.00
3/20/14	Emails w/Noteholders atty re: FIB, Energy West and term sheet. MHG	.6	300	180.00
3/20/14	Second conference w/FIB atty re: collateral. MHG	.3	300	90.00
3/20/14	Prep memo to member counsel re: term sheet. MHG	.4	300	120.00
3/21/14	Review and respond to various emails re: finalizing term sheet. MHG	.7	300.00	210.00
3/21/14	Final review of term sheet. MHG	.5	300	150.00
3/21/14	Review for final corrections and file objection to Energy West admin claim. MHG	1.6	300	480.00
3/21/14	Conf w/co-counsel Freedlander re: plan issues. MHG	.3	300	90.00
3/21/14	Review and revise plan of reorganization. MHG	2.8	300	840.00
3/24/14	Conf w/YVEC atty Crist re: settlement issue. MHG	.3	300	90.00
3/25/14	Review emails and reply to Noteholders counsel re: hearing issues. MHG	.5	300	150.00

3/25/14	Review and reply to emails from Trustee Boyd. MHG	.1	300	30.00
3/24/14	Emails w/co-counsel Freedlander re: term sheet issues. MHG	.4	300	120.00
3/25/14	Emails w/member counsel re: term sheet issues. MHG	.4	300	120.00
3/25/14	Review incoming pleadings. MHG	.7	300	210.00
3/25/14	Prepare amended status report for Court re: term sheet. MHG	.5	300	150.00
3/25/14	Conf w/Mgr Sweeney re: admin matters. MHG	.5	300	150.00
3/25/14	Conf w/member atty Gardner re: case issues. MHG	.3	300	90.00
3/26/14	Conf w/co-counsel Freedlander re: plan issues. MHG	.5	300	150.00
3/26/14	Revise draft plan. MHG	3.4	300	1020.00
3/26/14	Conf w/atty Doak re: adversary issues. MHG	.4	300	120.00
3/26/14	Conf w/US Trustee Jensen re: status. MHG	.3	300	90.00
3/26/14	Respond to member atty emails. MHG	.6	300	180.00
3/26/14	Conf w/atty Jorrison for Corval Group re: adversary issue. MHG	.4	300	120.00
3/26/14	Review draft plan to communicate Corval treatment to atty Jorrison. MHG	.5	300	150.00
3/26/14	Email to Corval litigation to atty Jorrison. MHG	.4	300	120.00
3/28/14	Conf w/co-counsel Freedlander re: plan revisions. MHG	.3	300	90.00
3/28/14	Email to Energy West atty re: resolution of admin claim. MHG	.2	300	60.00
3/31/14	Review Debtor plan for revisions. MHG	3.6	300	1080.00

3/31/14	Email w/co-counsel Freedlander re: plan revision issues. MHG	.3	300	90.00
3/2/14	Reviewed email re: CFC and emailed atty Goodrich re: same. MWS	.1	180	18.00
3/3/14	Reviewed emails re: mediation issues. MWS	.2	180	36.00
3/4/14	Reviewed email from Joe Epstein re: Adv Case #44 and Emailed atty Goodrich re: the same. MWS	.1	180.	18.00
3/4/14	Conf w/atty Goodrich re: status of cases. MWS	.2	N/C	0.00
3/4/14	Emailed John Schwarz re: CFC. MWS	.1	180	18.00
3/4/14	Emailed Joe Epstein re: Adv Case #44. MWS	.1	180	18.00
3/6/14	Reviewed scheduling orders in Adv Cases #45 & 46. MWS	.1	180	18.00
3/14/14	Reviewed and responded to emails re: Adv Case #43. MWS	.1	180	18.00
3/14/14	Reviewed, redacted and filed Monthly Operating Report. MWS	.5	180	90.00
3/19/14	Reviewed emails and pleadings re: extensions. MWS	.3	180	54.00
3/20/14	Reviewed and responded to emails re: deadline for objections. MWS	.2	180	36.00
	Subtotal of Hours & Fees	59.75		17649
	Costs			
3/14/14	Printing of Dkt 1285			231.28
3/25/14	Conf Call SME 3/13/14			20.96
3/25/14	Conf Call SME 3/12/14			52.27

3/25/14	Conf Call SME 3/6/14			57.16
3/25/14	Conf Call SME 2/26/14			58.44
3/25/14	Conf Call SME 2/26/14			80.20
	Subtotal of Costs			500.31
	Total Costs & Fees			\$18149.31

<u>Matter No.</u>	<u>Matter Description</u>	<u>MHG</u>	<u>MWS</u>	<u>F-S</u>
19-48-01	Case Administration	57.75	2.0	
	Less NO CHARGE	0.0	-.2	
	TOTAL HOURS	57.75	1.8	
	TIMEKEEPER RATE	\$300	\$180	\$80
	TIMEKEEPER FEES	\$17325.00	\$324.00	\$0.00
	TOTAL FEES \$17,649.00			

<u>Individual</u>	<u>Total Hours</u>	<u>Hourly Rate</u>	<u>Compensation</u>
Malcolm Goodrich	57.75	\$300	\$17,325.00
Maggie Stein	1.8	\$180	\$ 324.00

Total Attorney and Paralegal Fee Compensation Requested: \$17,649.00 plus the indicated costs. Blended hourly rate of attorney time only and attorney fees only = \$296.37/hr.